

IN THE CHANCERY COURT OF THE STATE OF TENNESSEE
TWENTIETH JUDICIAL DISTRICT, DAVIDSON COUNTY

STATE OF TENNESSEE, ex rel.)
PAULA A. FLOWERS, Commissioner of)
Commerce and Insurance for the State)
Tennessee,)

Petitioner,)

v.)

No. 04-245-III

TENNESSEE TRUCKING ASSOCIATION)
SELF INSURANCE GROUP TRUST,)
a Tennessee workers compensation self-)
insurance group; TRUCKING SERVICES,)
INC., a Tennessee corporation.)

Respondent.)

FILED
2004 FEB - 6 PM 3:57
CLERK & MASTER
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**ORDER APPOINTING RECEIVER
FOR PURPOSES OF LIQUIDATION OF TENNESSEE TRUCKING
ASSOCIATION SELF INSURANCE GROUP TRUST; INJUNCTION**

The Verified Petition of Paula A. Flowers, Commissioner of Commerce and Insurance for the State of Tennessee ("Commissioner" or "Department"), requesting this Court to appoint the Commissioner as receiver to liquidate the Tennessee Trucking Association Self Insurance Group Trust ("TTA-SIGT"), a Tennessee trust and workers compensation self-insurance group regulated by the Department, came on for hearing on February 6, 2004. The Petition was set to be heard with notice to Respondents. TTA-SIGT did not file a Response to the Petition. Based upon the Verified Petition, the exhibits thereto, any testimony at hearing, argument of counsel,

Order of Liquidation of Tennessee Trucking Association Self Insurance Group Trust

and the entire record in this case, the Court FINDS the Commissioner's Petition for an Order of Liquidation and Permanent Injunction should be granted.

The Court further FINDS that:

1. This Court has subject matter jurisdiction of this action pursuant to Tenn. Code Ann. § 56-9-104, and venue of this action is properly in the Chancery Court of Davidson County pursuant to Tenn. Code Ann. § 56-9-104(e).

2. The Petitioner, Paula A. Flowers, is the duly appointed Commissioner of Commerce and Insurance for the State of Tennessee. Pursuant to Tenn. Code Ann. §§ 56-9-101, *et seq.*, (the Insurers Rehabilitation and Liquidation Act, the "Act") the rehabilitation, liquidation or conservation of a domestic insurance company is to be conducted by the Commissioner after her appointment as receiver by the Court. Tenn. Code Ann. §§ 56-9-301, *et seq.*

3. Respondent, Tennessee Trucking Association Self Insurance Group Trust ("Respondent," "TTA-SIGT" or "the insurer") is a trust organized under the laws of the State of Tennessee whose address and principal place of business is located at 7135 Centennial Place, Nashville, TN 37209. TTA-SIGT holds a certificate of approval from the Department as a workers' compensation self-insurance group pursuant to the provisions of Tenn. Code Ann. § 50-6-405(c) and Rules of the Tennessee Department of Commerce and Insurance, Insurance Division, Tenn. Comp. Rules & Regs. Chapter 0780-1-54 (hereinafter "Rules"). Pursuant to this statute, a group of ten or more employers in the same trade or professional association may form a pool for self-insurance by all members collectively against claims made against any member by its employee(s). Under the pertinent statute and Rules, member-employers join the group on the condition that each member-employer become jointly and severally liable under an indemnity

Order of Liquidation of Tennessee Trucking Association Self Insurance Group Trust

agreement to meet the workers' compensation obligations of the group and each member, and be subject to assessment for deficiencies in the fund.

4. TTA-SIGT is an insurer subject to the formal delinquency proceeding provisions of the Act. Pursuant to its authority from the Department to conduct an insurance business in Tennessee as a workers compensation self-insurance group under Tenn. Code Ann. § 50-6-405(c), TTA-SIGT has solicited members for its authorized business and has incurred risks so that claims exist against TTA-SIGT and will arise in the future related to losses incurred during the coverage it has already provided. The proceedings of the Act may be applied to all insurers who are doing, or have done, an insurance business in this state, and against whom claims arising from that business may exist now or in the future. Tenn. Code Ann. § 56-9-102(1). Tenn. Code Ann. § 56-9-103(12) defines insurer for purposes of the Act as: "any person who has done, purports to do, is doing or is licensed to do an insurance business, and is or has been subject to the authority of, or to liquidation, rehabilitation, reorganization, supervision, or conservation by, any insurance commissioner."

5. Respondent Trucking Services, Inc., is a Tennessee for profit corporation with its principal office located at 4531 Trousdale Drive, Nashville, TN 37204. TTA-SIGT engaged Trucking Services, Inc. ("TSP") as its Administrator to carry out the policies established by the Board of Trustees and provide day-to-day management of TTA-SIGT within the meaning of Section .02(1) of Chapter 0780-1-54, Self-Insured Workers' Compensation Pools Rules. Trucking Services, Inc. has control of accounts of TTA-SIGT and its financial records. Any liquidation of TTA-SIGT cannot be carried out without the full cooperation of Trucking Services, Inc., its directors, agents, employees and officers.

Order of Liquidation of Tennessee Trucking Association Self Insurance Group Trust

6. The Commissioner has determined based on information developed through examination and supervision of TTA-SIGT, and this Court finds based on the record herein, that TTA-SIGT is insolvent and the continued operation of TTA-SIGT would be hazardous, financially and otherwise, to its policyholders, members, its general creditors and the public.

7. TTA-SIGT is bound and has the right to assess its members for the liabilities of TTA-SIGT, and the Commissioner, upon being appointed as receiver, is expected to pursue such recoveries. TTA-SIGT has insufficient assets available currently to pay all its workers compensation claims. Given the current financial status of TTA, the Commissioner has requested at the hearing and this Court finds that authority should be granted the liquidator to pay only certain types of workers compensation payments under the liquidator's reservation of rights, and subject to later review and adjustment or reduction in reaching a final award pursuant to an approved proof of claim, from TTA-SIGT funds. The payment authority requested extends *only* to liquidator-approved TTD (Temporary Total Disability) and ongoing medical benefits payments. These payments are of a critical nature and avoid further harm to injured employees and may serve to conserve the resources of TTA-SIGT. The liquidator will be making no other provisional payments of benefits without further authority from the Court. The liquidator and this Court retain the right to adjust any such payments to avoid inequitable distribution of the assets of TTA-SIGT under the liquidation statutory scheme. The liquidator will report to the Court on an approved time-schedule about disbursements made under this authority, and will report on the liquid assets available. If circumstances develop requiring a modification of this payment authority, the liquidator shall seek the Court's approval for such

modifications, consistent with maintenance of the appropriate priorities under the liquidation statutes.

8. Accordingly this Court FINDS that the Commissioner has demonstrated that the grounds for liquidation exist, under Tenn. Code Ann. § 56-9-306, and therefore there is good cause for immediate entry of a Final Order of Liquidation and Permanent Injunction of Respondent Tennessee Trucking Association Self Insurance Group Trust, as follows:

IT IS THEREFORE ORDERED, ADJUDGED AND DECREED, that:

1. The Commissioner of Commerce and Insurance for the State of Tennessee, Paula A. Flowers, in her official capacity or her successors in office, is appointed Liquidator of **Tennessee Trucking Association Self Insurance Group Trust, Inc.**, a Tennessee trust that was authorized as a self insurance group or pool under Tenn. Code Ann. § 50-6-405(c) and rules thereunder, ("TTA-SIGT" "Respondent" or "insurer") for purposes of liquidation as provided by Tenn. Code Ann. §§ 56-9-306, and 307 with all the powers conferred by law on receivers and liquidators of insurers appointed under those statutes. In addition to those powers specifically enumerated in this Final Order of Liquidation and by operation of law under Tenn. Code Ann. §§ 56-9-101 *et seq.* for liquidators of insurers, the Liquidator shall have the power to exercise all powers now held or hereafter conferred upon receivers by the laws of this state not inconsistent with Tenn. Code Ann. §§ 56-9-101, *et seq.*;

2. Pursuant to Tenn. Code Ann. § 56-9-307, the Commissioner, as Liquidator, is authorized and directed forthwith (1) to take possession of all accounts, assets, monies, and property (both tangible and intangible) belonging to, held by and/or in the name of **Tennessee Trucking Association Self Insurance Group Trust**, both within and without the State of Tennessee, (2) to be vested by operation of law with the title to all of the property, contracts and rights of action, and all of the accounts, assets, monies, books and records of the insurer, wherever located, as of the date of entry of the liquidation order, and any further title or rights in property gained by the Commissioner by virtue of such receivership, and (3) to have the right to recover the same and reduce the same to possession and to administer them under the general supervision of the Court with all the powers granted a Liquidator and receivers under Tenn. Code Ann. §§ 56-9-101 *et seq.* The Commissioner shall have immediate access to and shall occupy and control

the premises and all records, databases, and computer files used to carry out the business of TTA-SIGT, regardless of their location and possession;

3. Any bank, savings and loan association, financial institution or other person, which has on deposit, in its possession, custody or control any funds, accounts and any other assets of TTA-SIGT, including financial institution accounts held in the name of other account holders, shall immediately transfer title, custody and control of all such funds, accounts, or assets to the Liquidator, and are hereby instructed that the Liquidator has absolute control over such funds, accounts and other assets. The Liquidator may change the name of such accounts and other assets, withdraw them from such bank, savings and loan association or other financial institution, or take any lesser action necessary for the proper conduct of this receivership. No bank, savings and loan association or other financial institution shall exercise any form of set-off, alleged set-off, lien, any form of self-help whatsoever, or refuse to transfer any funds or assets to the Liquidator's control without the permission of this Court;

4. Pursuant to Tenn. Code Ann. § 56-9-307, the rights and liabilities of TTA-SIGT and of its creditors, policyholders, shareholders, members and all other persons interested in its estate shall become fixed as of the date of the entry of this Order of Liquidation, except as provided in Tenn. Code Ann. §§ 56-9-308 and 326;

5. Pursuant to Tenn. Code Ann. § 56-9-308, all policies, including bonds and other noncancellable business, in effect at the time of issuance of this Order of Liquidation shall continue in force only for the lesser of: (1) a period of thirty (30) days after the date of entry of the Order of Liquidation, (2) the expiration of the policy coverage; (3) the date when the insured has replaced the insurance coverage with equivalent insurance in another insurer or otherwise terminated the policy, (4) the liquidator has effected a transfer of the policy obligation pursuant to Tenn. Code Ann. § 56-9-310(a)(10), or, (5) the date proposed by the liquidator and approved by the Court to cancel coverage;

6. This Order of Liquidation shall terminate coverage at the time specified in Tenn. Code Ann. § 56-9-308(a) for purposes of any other statute;

7. The Liquidator shall have all the powers enumerated in Tenn. Code Ann. § 56-9-310, including the power to appoint a special deputy or deputies to act for her and to determine their reasonable compensation. The special deputy shall have all powers of the Liquidator as granted by this Order and as enumerated in Tenn. Code Ann. § 56-9-310. One such special deputy to be appointed is Mark E. Jaquish. The special deputy shall serve at the pleasure of the Liquidator;

8. The Liquidator shall have the power to employ employees and agents, legal counsel, actuaries, accountants, appraisers, consultants and such other personnel as the Liquidator may deem necessary to assist in the liquidation;

9. The Liquidator shall have the power to fix reasonable compensation of employees and agents, legal counsel, actuaries, accountants, appraisers and consultants with the approval of the Court, and shall have power to pay reasonable compensation to persons appointed and to defray from the funds or assets of the insurer all expenses of taking possession of, conserving, conducting, liquidating, disposing of, or otherwise dealing with the business and property of the insurer;

10. The Liquidator shall have the power to hold hearings, to subpoena witnesses to compel their attendance, to administer oaths, to examine any person under oath, and to compel any person to subscribe to his or her testimony after it has been correctly reduced to writing; and in connection therewith to require the production of any books, papers, records or other documents which he deems relevant to the inquiry;

11. The Liquidator shall have the power to audit the books and records of all agents of the insurer insofar as those records relate to the business activities of the insurer;

12. The Liquidator shall have the power to acquire, hypothecate, encumber, lease, improve, sell, transfer, abandon or otherwise dispose of or deal with, any property of the insurer at its market value or upon such terms and conditions as are fair and reasonable. The Liquidator shall also have power to execute, acknowledge and deliver any and all deeds, assignments, releases and other instruments necessary or proper to effectuate any sale of property or other transaction in connection with the liquidation;

13. The Liquidator shall have the power to enter into such contracts as are necessary to carry out the Order of Liquidation, and to affirm or disavow any contracts to which the insurer is a party;

14. The Liquidator shall have the power to continue to prosecute and to institute in the name of the insurer or in the Liquidator's own name any and all suits and other legal proceedings, in this state or elsewhere, and to abandon the prosecution of claims the Liquidator deems unprofitable to pursue further;

15. The Liquidator shall have the power to prosecute any action at law or in equity which may exist on the Liquidator's behalf, and/or on behalf of the creditors, members, policyholders or shareholders of the insurer against any person or entity. Pursuant to Tenn. Code Ann. § 56-9-313(b)(1), the Liquidator

may, within two (2) years or such other longer time as applicable law may permit, institute an action or proceeding on behalf of the estate of the insurer upon any cause of action against which the period of limitation fixed by applicable law has not expired at the time of the filing of the instant petition for liquidation;

16. The Liquidator shall have the power to remove any or all records and property of the insurer to the offices of the Commissioner or to such other place as may be convenient for the purposes of efficient and orderly execution of the liquidation;

17. The Liquidator shall have the power under Tenn. Code Ann. §§ 56-9-315, 316, and 317 to avoid fraudulent and preferential transfers;

18. The enumeration of the powers and authority of the Liquidator shall not be construed as a limitation upon the Commissioner or Special Deputy, nor shall it exclude in any manner any right to do such other acts not herein specifically enumerated or otherwise provided for, as may be necessary or appropriate for the accomplishment of or in aid of the purpose of liquidation;

19. The amounts held in the custodial deposit account established by TTA-SIGT with the Commissioner under Tenn. Code Ann. § 50-6-405, shall be furnished to the Liquidator for purposes in the liquidation of TTA-SIGT, for which the Liquidator may draw down such funds;

20. **Notice.** The Liquidator shall give or cause to be given notice of the Order of Liquidation in accordance with Tenn. Code Ann. § 56-9-311 as soon as possible: (1) by first class mail and either by telegram or telephone to the insurance commissioner of each jurisdiction in which the insurer is doing business; (2) by first class mail to any guaranty association or foreign guaranty association which is or may become obligated as a result of liquidation; (3) by first class mail to all insurance agents of the insurer; (4) by first class mail to all persons known or reasonably expected to have claims against the insurer including all policyholders, at their last known address as indicated by the records of the insurer; and (5) by publication in a newspaper of general circulation in the county in which the insurer has its principal place of business and in such other locations as the liquidator deems appropriate;

21. **Claims Deadline** - Except as otherwise established by the Liquidator with approval of the Court, notice to potential claimants under Tenn. Code Ann. § 56-9-311(a) shall specify in the notice and require claimants to file with the Liquidator their claims together with proper proofs thereof under Tenn. Code Ann. § 56-9-324, on or before 4:30 p.m., Central Time, **Monday, MAY 10, 2004**

(or other date approved by the court), for purposes of participating in any distribution of assets that may be made on timely filed claims that are allowed in these proceedings;

22. With notice given in accordance with Tenn. Code Ann. § 56-9-311, the distribution of assets of the insurer under Tenn. Code Ann. §§ 56-9-101, et seq. shall be conclusive with respect to all claimants, whether or not they receive notice;

23. **Protection from Suit.** Pursuant to Tenn. Code Ann. § 56-9-313, no action at law or equity or in arbitration shall be brought against the insurer or Liquidator, whether in Tennessee or elsewhere, nor shall any such existing actions be maintained or further presented or prosecuted after issuance of the Order of Liquidation. All claims must be submitted through the claims process as set forth in the Act, and as further defined in this Order. Whenever, in the Liquidator's judgment, protection of the estate of the insurer necessitates intervention in an action against the insurer that is pending outside this state, the Liquidator may intervene in the action. The Liquidator may defend any action in which the Liquidator intervenes under this section at the expense of the estate of the insurer;

INJUNCTIONS AND COOPERATION

24. **Injunctions.** Pursuant to Tenn. Code Ann. § 56-9-105(a)(1-11), all persons, firms, corporations and associations, including, but not limited to, Respondent TTA-SIGT and its officers, directors, members, subscribers, agents, attorneys, accountants, contractors, subcontractors and all other persons with authority over or in charge of any segment of TTA-SIGT's affairs, including, without prejudice to the generality, its Administrator, Respondent Trucking Services, Inc. (TSI), its claims administrators past and present, including but not limited to Management Services USA, LLC, a Cannon Cochran Management Services, Inc. company (MS USA), and Brentwood Services, Inc., TTA-SIGT's owners, members, directors, agents, employees and officers, and any others, are prohibited and permanently enjoined from:

- (1) the transaction of TTA-SIGT's business, except as to those activities as may be expressly authorized in writing by the Liquidator to aid in the liquidation,
- (2) the waste or disposition of its property,
- (3) the destruction, deletion, modification, concealment or waste of its records, databases or computer files,
- (4) the commencement or prosecution of any actions, or the obtaining of preferences, judgments, attachments or other liens, or the making of any levy against the insurer or against its assets or any part thereof until further order of this Court, and

(5) any other threatened or contemplated action, not permitted under the Act, that might lessen the value of the insurer's assets or prejudice the rights of policyholders, enrollees, creditors or shareholders, or the administration of any proceeding under the Act;

and this Court further authorizes the Liquidator to apply outside of Tennessee for the relief described in Tenn. Code Ann. § 56-9-105(a);

25. **Cooperation.** Pursuant to Tenn. Code Ann. § 56-9-106, the officers, managers, directors, trustees, owners, employees, agents, attorneys, accountants, contractors or subcontractors of TTA-SIGT, and any other persons with authority over or in charge of any segment of TTA-SIGT's affairs, including, without prejudice to the generality, Respondent TSI, MSUSA, their directors, agents, employees and officers, and any others, are ordered and required to cooperate with the Commissioner in the carrying out of the liquidation. The term "person" shall include any person who exercises control directly or indirectly over activities of the TTA-SIGT. Further, the term "person" shall include any person who exercises control or who participates in the activities of the TTA-SIGT, including through the record-keeping, claims administration and adjustment, financial management, payments, and computer systems operation relating to the activities of the TTA-SIGT. "To cooperate" shall include, but shall not be limited to, the following: (1) to reply promptly in writing to any inquiry from the Commissioner requesting such a reply; and (2) to preserve and to make available to the Commissioner any and all books, bank and investment accounts, pension accounts, documents, or other records or information or computer programs and databases or property of or pertaining to TTA-SIGT wheresoever located and in his or her possession, custody or control. No person shall obstruct or interfere with the Commissioner in the conduct of this liquidation;

26. Pursuant to Tenn. Code Ann. § 56-9-307(e), the Liquidator shall make financial reports to the Court, which shall be filed within one (1) year of the Order of Liquidation, and at least annually thereafter. Financial reports shall include the assets and liabilities of the insurer and all funds received or disbursed by the Liquidator during the current period;

27. Any person, firm, corporation or other entity having notice of this Order that fails to abide by its terms shall be directed to appear before this Court to show good cause, if any they may have, as to why they should not be held in contempt of Court for violation of the provisions of this Order;

28. No bond is required of the Commissioner as a prerequisite for the filing of this petition or entry of this liquidation order or for the issuance of any injunction, restraining order, or additional order issued as provided by Tenn. Code Ann. § 20-13-101;


29. The Commissioner may apply to the Court for any further orders and injunctive relief which may be necessary to implement the terms of this order, or in aid thereof, to which the Commissioner may be entitled. This Court retains jurisdiction for the purpose of granting such further relief as from time to time shall be deemed appropriate;

A. This Court grants authority to the Liquidator to pay, from TTA-SIGT funds, only certain types of workers compensation payments which shall be made under the Liquidator's reservation of rights, and subject to later review and adjustment or reduction in reaching a final award pursuant to an approved proof of claim: *only* Liquidator-approved TTD (Temporary Total Disability) and ongoing medical benefits payments. The Liquidator will be making no other provisional payments of benefits without further authority from the Court. The Liquidator and this Court retain the right to adjust any such payments to avoid inequitable distribution of the assets of TTA-SIGT under the Liquidation statutory scheme. The Liquidator shall report to the Court on an approved time-schedule about disbursements made under this authority, and will report on the liquid assets available. If circumstances develop requiring a modification of this payment authority, the Liquidator shall seek the Court's approval for such modifications, consistent with maintenance of the appropriate priorities under the liquidation statutes; and

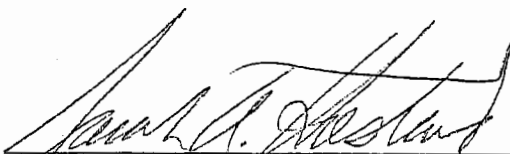
30. That this Liquidation Order is permanent and a final order and entitled to full faith and credit, pursuant to U.S. Const. Art. IV, § 1 and 28 U.S.C. § 1738; in the state and federal courts of each of the United States.

31. *Insert - attached*

IT IS SO ORDERED.


Ellen Hobbs Lyle, Chancellor

APPROVED FOR ENTRY:


SARAH A. HIESTAND (BPR 14217)
Senior Counsel, Financial Division
Office of the Attorney General
P.O. Box 20207
Nashville, Tennessee 37202-0207
(615) 741-6035

Order of Liquidation of Tennessee Trucking Association Self Insurance Group Trust

(ETIC)

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are

with the court

31. Members ~~shall be required to~~ ^{file a} ~~address~~ ^{notice with} the Court whether they are going to proceed ^{pro se} or by representation of counsel by filing such ^(to this effect) notices on or before February 20, 2004. The Court will conduct a Status Conference on February 27, 2004 at 9:00 am to: 1) have a short discussion of the nature of the premium allocation methodology issue connected with premium assessments for 2002, and 2) To set a briefing schedule for decision on that issue. Members or their counsel shall attend this status conference.

The Liquidator will serve an assessment on the members for the 2002 fund year, and accept any payments from members without waiver of any party's legal claims on the reallocation issue pending the outcome of this Court's determination of the reallocation issue.

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Counsel to TTA-SIGT

John C. Lyell, II
The Tower, Suite 2704
611 Commerce Street
Nashville, TN 37203-3742
615-255-0033 fax 615-248-1971

Counsel to certain TTA-SIGT members

TTA-SIGT Board Members:

Joe Gobble
Southeast Carriers
615-778-9998 fax 778-9985

1905 Mahr Ave.

Lawrenceburg, TN 38464

Bill Reed
Skyline Transportation, Inc.
615-777-2882 fax 777-2024

131 W Quincy Ave

Knoxville, TN 37917

Donnie Kemp (Chairman)
K & K Trucking, Inc.
1-615-683-6681 fax 1-615-683-4109

147 Transport Dr

Gordonsville, TN 38563

Clarence Easterday
Western Express, Inc.
615-259-9220 fax 259-9150

7135 Centennial Place

Nashville, TN 37209

TTA-SIGT Administrator:
Trucking Services, Inc.

Dominick Marino, Exec. VP
615-777-2882 fax 777-2024

4531 Trousdale Drive

Nashville, TN 37204

Trucking Services, Inc.
Christopher Burress, President

4531 Trousdale Drive

Nashville, TN 37204

Management Services, USA, LLC 4621 W. Napoleon Ave.
Cannon Cochran Management Services Suite 310
fax 504-888-9555

Metairie, LA 70001

CCMSI
Janet Bowman, Account Executive
Lora Price, Team Leader
402 BNA Drive

Nashville, TN 37217
615-361-5511 fax 615-361-3277

Brentwood Services, Inc.
Contact: G. Everett Sinor, Esq.
615-263-1300 fax 615-263-1301

P. O. Box 1125

Brentwood, TN 37024-1125

Tennessee Trucking Association

Dale Allen, Esq.
Colbert & Winstead
1812 Broadway
Nashville, TN 37203
615-321-0555 fax 321-9555

TTA-SIGT MEMBERS

South East Carriers	1905 Mahr Ave	Lawrenceburg, TN 38464
Skyline Transportation, Inc.	131 W. Quincy Ave.	Knoxville, TN 37917
Jennings Farm, Inc.	840 Weakley Creek Rd.	Lawrenceburg, TN 38464
K & K Trucking, Inc.	147 Transport Dr.	Gordonsville, TN 38563
Venture Express, Inc.	131 Industrial Blvd.	LaVergne, TN 37086
Christenberry Trucking	2225 Sycamore Dr.	Knoxville, TN 37921
East-West Motor Freight, Inc.	Hwy 45 S	Selmer, TN 38375
Rife Transport, LLC	8017 Rutledge Pk	Knoxville, TN 37924
Kindrick Trucking, Inc.	2818 Roane St. Hwy.	Harriman, TN 37748
T A G Transport, Inc.	2818 Roane St. Hwy.	Harriman, TN 37748
John R. Reed, Inc.	75 Currie Rd.	Dyer, TN 38330
Rainwater Transport	1011 Burnett Station Rd.	Seymour, TN 37865
O M F Trucking/Cancelled	125 Cannery Rd	Whitesburg, TN 37891
DCI Transportation, LLC	P. O. Box 89	Sparta, TN 38583
Pro-Line Carriers, Inc. (Merged with Western Express, Inc.)		
Tennessee Trucking, Inc., et al	P. O. Box 100986	Nashville, TN 37224
McCool Bros., Inc.	402 B North 1st St	Nashville, TN 37207
Priority Logistics, Inc. & GPW, Inc.	P. O. Box 22991	Knoxville, TN 37933

Fleeman Transport, Inc.	215 International Drive	Lawrenceburg, TN 38464
T & L Transportation Services	P. O. Box 970	Lebanon, TN 37088
PETITION RETURNED: BOX CLOSED, UNABLE TO FORWARD		
Builder's Transportation Co., LLC	3710 Tulane Road	Memphis, TN 38116
West Tennessee Express, Inc.; WTX, LLC	58 Truck Center Drive	Jackson, TN 38305
Everhart Transportation, Inc.	624 Midway Road	Midway, TN 37809
United Petroleum Carriers, LLC	491 New Hope Rd	Cleveland, TN 37323
Payne Trucking, Inc.	1219 Golf Course Rd	Newport, TN 37821
Factory & Steel Transportation, Inc. d/b/a Fastrans Libby LLC	P. O. Box 499	Waverly, TN 37185
FirstExpress	1135 Freightliner Drive	Nashville, TN 37210
Ocoee River Transport	P. O. Box 3663	Cleveland, TN 37320
USA Motor Express	2460 Frisco Ave.	Memphis, TN 38114
Rollout Express, Inc.	2255 Hwy 70 E	Jackson, TN 38305
Smith Trucking, Inc. & Livingston Ready-Mix	1154 Bradford Hicks Dr	Livingston, TN 38570
Brown Trucking, Inc.	4622 Clarke Road	Memphis, TN 38141
Specialized Transportation Services, Inc.	1255 Fesslers Lane	Nashville, TN 37203
FirstChoice Express	1351 Old Kentucky Road, Suite E	Cookeville, TN 38501
Driver Power, Inc., Driver Power Management, Inc.	200 Hill Avenue, Suite 5	Nashville, TN 37224
Roane Transportation Services, LLC	201 S Front Street	Rockwood, TN 37854
T J Harrill Trucking, LLC	P. O. Box 9	Madisonville, TN 37354
Printco Enterprises, Inc.	3835 Knight Road, Suite 27	Memphis, TN 38118
Sharp Transport, Inc.	3935 Highway 43N	Ethridge, TN 38456
Empire Express, Inc.	999 Channel Avenue	Memphis, TN 38113
ServiceWay Motor Freight	P.O. Box 1271	Saint Augustine, FL 32085-1271

NEW FORWARDING ADDRESS. SENT OUT ON 2/2/2004

Stephens Carriers, Inc.	131 Sanders Ferry Rd	Hendersonville, TN 37075
Bentex Services, Inc.	3020 Seaboard Drive	Nashville, TN 37222
Western Express, Inc.	7135 Centennial Place	Nashville, TN 37209
Fineline Carriers, Inc.	1031 Tennessee Blvd	Lebanon, TN 37087
PDQ Warehouse & Distribution, Inc.	Lisa A. Houston, Esq. Spragins, Barnett, Cobb & Butler, PLC 312 E. LaFayette St. P.O. Box 2004	Jackson, TN 38302-2004
Wooten Transports, Inc.	153 Gaston Ave	Memphis, TN 38101
Case Enterprises, Inc.	P.O. Box 629	Athens, TN 37371-0629
Steve's Trucking, Inc.	680 Hope Street	Covington, TN 38019
Ozburn-Hessey Moving & Storage, Inc.	500 Brick Church Park Dr	Nashville, TN 37207

Members Joining in 2003

Shore Trucking, Inc.	3501 Central Park Blvd.	Louisville, TN 37777
Shore Tank Lines, Inc.	3501 Central Park Blvd.	Louisville, TN 37777
Schrader Trucking, Inc.	10255 Kingston Pike	Knoxville, TN 37922